

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

THALES AIRBORNE SYSTEMS S.A. and)	
THALES AVIONICS S.A.,)	
)	
Plaintiffs,)	
)	
v.)	05-CV-853 (SLR)
)	
UNIVERSAL AVIONICS SYSTEMS)	
CORPORATION,)	
)	
Defendant.)	

**DECLARATION OF ALLAN A. KASSEN OFF IN
SUPPORT OF UNIVERSAL'S MEMORANDUM OF LAW IN
OPPOSITION TO THALES' MOTION TO ENJOIN AND IN SUPPORT OF
ITS CROSS-MOTION TO TRANSFER TO THE DISTRICT OF NEW JERSEY**

ALLAN A. KASSEN OFF declares under penalty of perjury:

1. I am an attorney associated with the law firm Greenberg Traurig, LLP, counsel to defendant Universal Avionics Systems Corporation in this action. I submit this Declaration in support of Universal's Memorandum of Law in Opposition to Thales' Motion to Enjoin and in Support of its Cross-Motion to Transfer to the District of New Jersey.

2. Attached as exhibit 1, hereto, is a true and correct copy of a letter, dated May 26, 2005, from Elliot Polebaum to J. L. Naimer.

3. Attached as exhibit 2, hereto, is a true and correct copy of a letter, dated July 28, 2005, from Elliot Polebaum to Scott Bornstein.

4. Attached as exhibit 3, hereto, is a true and correct copy of an email exchange between Elliot Polebaum and Scott Bornstein.

5. Attached as exhibit 4, hereto, is a true and correct copy of the Complaint filed in Delaware, styled *Thales Airborne Systems S.A. and Thales Avionics S.A. v. Universal Avionics Systems Corporation*, 05-CV-853 (SLR).

6. Attached as exhibit 5, hereto, is a true and correct copy of the Complaint filed in New Jersey, styled *Universal Avionics Systems Corporation v. Thales S.A.*, Civ. Action No. 05-CV-5764.

7. Attached as exhibit 6, hereto, is a true and correct copy of a Customer Information Letter of Thales Avionics S.A., dated February 2003, available at www.thales-avionics.com/jrun_avionics2/docs/sextant/eng/support/cil/CIL16.Rev5.pdf.

8. Attached as exhibit 7, hereto, is a true and correct copy of an Internet webpage available at www.northamerica.thalesgroup.com/companies/avionics/.

9. Attached as exhibit 8, hereto, is a true and correct copy of an Internet webpage available at <http://www.aviationweek.com/shownews/01nbaa2/newsmk10.htm>.

10. Attached as exhibit 9, hereto, is a true and correct copy of the Amended Complaint filed in New Jersey, styled *Universal Avionics Systems Corporation v. Thales S.A., Thales Airborne Systems S.A. and Thales Avionics S.A.*, Civ. Action No. 05-CV-5764.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct.

DATED: January 18, 2005


Allan A. Kassenoff, Esq.

CERTIFICATE OF SERVICE

I hereby certify that on January 18, 2006, I electronically filed the foregoing Rule 7.1 Disclosure Statement with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following and which has also been served as noted:

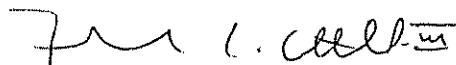
BY HAND

Steven J. Balick
John G. Day
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I hereby certify that on January 18, 2006, the foregoing document was sent to the following non-registered participants in the manner indicated:

VIA FEDERAL EXPRESS

Elliot E. Polebaum
Deneen J. Melander
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